

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE

IN RE:)
)
COLLEGE BOOK RENTAL) Case No. 12-09130-MH3-11
COMPANY, LLC)
)
Debtor)

**FIFTH AGREED ORDER RESCHEDULING HEARING ON TRUSTEE'S
EXPEDITED MOTION TO CONTINUE USING CASH COLLATERAL
AND SETTING HEARING ON TRUSTEE'S MOTION
TO APPROVE PROCEDURES FOR THE SALE OF ASSETS**

This matter is before the Court on the Trustee's Motion for Authorization to Continue Using Cash Collateral, and the objection filed by CBR Funding, LLC. The objection of CBR Funding, LLC is based on the delay in the disposition of the assets of this Estate, together with an offer to purchase the assets of the Estate received by the Trustee from CBR Funding, LLC. In response to the objection of CBR Funding, LLC, and the offer to purchase assets from the objecting party, the Trustee has filed a Motion with the Court to "Approve Procedures for the Sale of Certain assets of the Debtor, Free and Clear of all Liens, Claims, Encumbrances, and other Interests, (2) Authorizing the Assumption, Assignment, and Sale of Certain Executory Contracts and unexpired Leased, (3) Rejecting Certain Executory Contracts and Unexpired Leases, and (4) Granting Related Relief". Issues have been raised by Baker & Taylor to the proposed sale procedures motion and order, and the parties need additional time to prepare for the hearing to identify and discuss the issues being raised. In addition, McGraw-Hill Companies, Inc. (and related companies) have filed an objection to the Trustee's motion, raising issue which have not previously been addressed as part of this process. It appearing that CBR Funding, LLC and Baker & Taylor agree to a temporary continued use of Cash Collateral, with a continuance of the two motions currently before the Court, and for other cause to the Court shown;

IT IS HEREBY ORDERED that the hearing on the Trustee's Motion to Approve Procedures for the Sale of Certain assets of the Debtor, Free and Clear of all Liens, Claims, Encumbrances, and other Interests, (2) Authorizing the Assumption, Assignment, and Sale of Certain Executory Contracts and unexpired Leased, (3) Rejecting Certain Executory Contracts and Unexpired Leases, and (4) Granting Related Relief, together with any and all objections filed

thereto, be, and is hereby re-scheduled for **April 30, 2013**, at 9:00 a.m. in Courtroom Three, U.S. Customs House, Nashville, Tennessee. Any party objecting to the Trustee's Motion should file a Response on or before **April 24, 2012**.

IT IS FURTHER ORDERED that the hearing on the Trustee's Motion for Authorization to Continue Using Cash Collateral be, and is hereby continued and heard in conjunction with the Trustee's Motion to Approve Sale Procedures on **April 30, 2013**.

IT IS FURTHER ORDERED that the Trustee may continue to use cash collateral in accordance with the same terms set forth in paragraphs 23-36 of the Final Order previously entered in this case (Docket #58), the Termination Date for said use is hereby extended until **June 30, 2013**, and all carve-out language and other provisions of said order relating to the use of cash collateral are hereby extended until **June 30, 2013**.

This order was signed and entered electronically as indicated at the top of the first page.

APPROVED FOR ENTRY:

/s/ Robert H. Waldschmidt

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